

MARKUS WILLIAMS YOUNG & ZIMMERMANN LLC

1700 LINCOLN STREET, SUITE 4550
DENVER, CO 80203
(303) 830-0800
www.MarkusWilliams.com
TAX ID 84-1292298

October 13, 2017

Invoice No.: 97957

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.002 Restructure/Reorganization

EXPENSES:

Online research	4.10
Postage	<u>129.70</u>
TOTAL EXPENSES Thru 09/30/2017	133.80

TOTAL THIS INVOICE	133.80
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Previous Balance	\$6,433.55
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09/18/2017	Payment received	-3,397.77
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TOTAL OUTSTANDING INVOICES	<u><u>\$3,169.58</u></u>
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Your trust account balance is

	Opening Balance	\$86,141.07
09/08/2017	Ck #7796	27,147.92
09/17/2017	July Interim Billing Payment	
	PAYEE: MARKUS WILLIAMS YOUNG & ZIMMERMANN LL	<u>-27,147.92</u>
	Closing Balance	\$86,141.07

PAYABLE UPON RECEIPT

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October 13, 2017

Invoice No.: 97944

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.004 Cash Collateral

PROFESSIONAL SERVICES:

			Hours	
09/06/2017	BTH	Review reports for continued use of cash collateral and provide the same to counsel for Bank (.3).	0.30	88.50
TOTAL SERVICES			0.30	88.50
TOTAL THIS INVOICE				88.50
Previous Balance				\$1,327.50
09/18/2017		Payment received		-118.00
TOTAL OUTSTANDING INVOICES				<u>\$1,298.00</u>

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October 13, 2017

Invoice No.: 97945

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.008 Claims

PROFESSIONAL SERVICES:

			Hours	
09/26/2017	BTH	Address issues related to payment of pre-petition debts.	0.30	88.50
		TOTAL SERVICES	0.30	88.50
		TOTAL THIS INVOICE		88.50
		Previous Balance		\$8,922.22
09/18/2017		Payment received		-4,292.48
		TOTAL OUTSTANDING INVOICES		<u><u>\$4,718.24</u></u>

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October 13, 2017

Invoice No.: 97946

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.013 Insurance Issues

PROFESSIONAL SERVICES:

			Hours	
09/01/2017	BTH	Review and analyze motion for relief from stay filed by Lexington; Phone conference with counsel for Lexington.	0.80	236.00
09/13/2017	BTH	Address matters related to Lexington's motion for relief from stay.	0.70	206.50
09/14/2017	BTH	Additional review of issues surrounding Lexington motion for stay relief; Review UCC objection to Lexington motion for stay relief.	0.50	147.50
09/15/2017	JMS	Draft objection to Lexington's Motion to lift stay.	3.20	992.00
09/18/2017	JMS	Continue drafting objection to Lexington's motion to lift stay.	2.50	775.00
	BTH	Review UCC draft Objection to Lexington Stay Relief Motion; Review and revise Debtor Objection to Lexington Stay Relief Motion.	1.20	354.00
09/19/2017	JMS	Legal research regarding assignability of post-loss insurance policies under Wyoming law.	1.70	527.00
	JMS	Review and analysis of insurance companies' neutrality provision and correspondence with insurers' counsel re same.	0.40	124.00
09/25/2017	JMS	Correspondence regarding extension on status conference hearing; draft and file motion re same.	0.50	155.00
09/26/2017	JMS	Prepare for hearing on automatic stay regarding Lexington.	1.30	403.00
09/27/2017	JMS	Prepare for (1.5) and appear on behalf Debtor on hearing on Lexington's motion for relief from the automatic stay (0.7); Conferences with counsel for the Committee following hearing potential outcomes (0.5).	2.70	837.00
09/29/2017	BTH	Address insurance companies' denial of coverage and defense issues (.5).	0.50	147.50
	TOTAL SERVICES		16.00	4,904.50

TOTAL THIS INVOICE	4,904.50
Previous Balance	\$48,410.50
TOTAL OUTSTANDING INVOICES	<u>\$53,315.00</u>

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October 13, 2017

Invoice No.: 97947

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.014 Plan and Disclosure Statement

PROFESSIONAL SERVICES:

			Hours	
09/01/2017	BTH	Prepare for and attend conference call with S. Goldstein to address revisions to Plan and Plan documents (1.9); Research re insurance neutrality to address informal objection to Plan filed by insurance companies (.7); Begin review of Plan and Plan documents for purposes of revising the same (.6).	3.40	1,003.00
09/05/2017	JMS	Analysis and review Committee's proposed changes to language to plan of reorganization re insurance neutrality provisions.	0.80	248.00
	JMS	Legal research re enforceability of post-loss anti-assignment provisions in insurance contracts.	0.50	155.00
	BTH	Review and revise provisions in Plan to address open issues.	2.60	767.00
	JFY	Review and analyze insurance neutrality agreement and revisions to plan re same; Conference with others re same.	0.90	355.50
09/06/2017	BTH	Address matters related to revisions to Plan and Plan documents.	1.20	354.00
09/07/2017	BTH	Review and address correspondence from UCC re revisions to Plan and Plan documents; Conference with T. Odom re pending matters with Plan revisions.	0.90	265.50
09/08/2017	JMS	Review, and comment on addition of Class 7 claims to the plan.	0.50	155.00
	BTH	Address matters for future revisions to Plan and Plan documents; Conference with S. Goldstein re update on revisions to Plan and additional items requiring further discussions.	0.70	206.50
09/11/2017	JMS	Analysis as to status of plan negotiations and inclusion of Healthtech changes in disclosure statement and plan.	0.40	124.00
	BTH	Address issues related to assignment of claims to liquidating trust; Correspondence with S. Goldstein re issues with insurance coverage for purposes of Plan; Begin addressing revisions to Plan documents.	2.30	678.50

			Hours	
09/12/2017	JMS	Review, analysis and revisions to correspondence re extending hearing on disclosure statement.	0.30	93.00
	BTH	Review and analysis of pending matters related to Plan confirmation; Phone conference with S. Goldstein re necessary steps to move Plan confirmation process forward; Review docket and pending matters for purposes of assessing potential delay with Plan confirmation; Correspondence to parties in interest re proposed continuance of pending matters; Review proposed revisions to Plan documents submitted by parties.	3.20	944.00
09/13/2017	JMS	Review and analysis of proposed trust distribution procedures and considerations of input from debtor's tort counsel.	1.10	341.00
	BTH	Review, analysis and revise procedures for liquidation of claims and distribution procedures; Continue review of Plan and Plan documents for subsequent revisions.	2.70	796.50
	JFY	Review and analyze some necessary plan modifications.	0.50	197.50
09/14/2017	JMS	Review and analysis of proposed trust distribution procedures and potential collusion problems therein.	0.90	279.00
	BTH	Address issues related to revisions of Disclosure Statement and Plan documents.	2.20	649.00
	JFY	Review and analyze Trust distribution procedures and proposed modification made by the unsecured creditors committee; Discuss same with others.	1.00	395.00
09/15/2017	JMS	Continued analysis of trust distribution procedures and anticipated effect on plan of reorganization.	0.80	248.00
	BTH	Further review and analysis of trust liquidation procedures; Conferences with S. Goldstein re distribution procedures; Review docket and pending matters set for hearing and draft motions to continue and vacate pending matters and proposed orders thereto (3.8).	4.10	1,209.50
	JFY	Continue to review and analyze trust distribution procedures and suggested changes thereto by the unsecured creditors committee; Correct inconsistencies in re thereto.	1.20	474.00
09/18/2017	BTH	Correspondence with parties in case re proposed course of action to revise Plan and Plan documents.	0.90	265.50
	JFY	Conference with insurance counsel and B. Hunsicker; Review and analyze correspondence re disclosure statement issues.	0.40	158.00
	BTH	Review proposed TDPs from the UCC and forward to client for review (.4); Review correspondence from insurer (.2).	0.60	177.00
09/19/2017	JMS	Revise motion for entry of order approving procedures for solicitation of votes and approval of disclosure statement.	2.20	682.00

			Hours	
	BTH	Review revised Plan terms from Bank and forward to client for review; Review motion for approval of disclosure statement and related dates and deadlines and exhibits thereto; Review proposed language from insurers; Correspondence with parties in case re amendments to Plan and Plan documents; Address concerns with TDPs and Trustee as successor in interest to the Debtor; Begin review of filed Plan documents for purposes of revision.	4.20	1,239.00
	JFY	Review and analyze proposed distribution procedures and issues related thereto.	0.60	237.00
09/20/2017	JMS	Draft motion to approve solicitation procedures, tardy claim procedures and scheduling hearing on confirmation; draft order and notice regarding same; also draft ballot for voting on the plan.	4.60	1,426.00
	BTH	Phone conference with S. Goldstein re revisions to Plan and Plan documents (1.1); Phone conference with T. Woznick re concerns with Plan (.4); Correspondence with parties re revisions to Plan and Plan documents (.6); Review and revise Procedures Motion (.7); Review and revise Plan and Plan documents (5.2).	8.00	2,360.00
09/21/2017	JMS	Review revisions to procedures motion and correspondence re changes to same; revise motion. Draft ballot for inclusion with procedures motion.	1.80	558.00
	BTH	Address concerns with Plan and Plan documents with parties in case (1.0); Phone conferences with T. Odom and T. Copenhagen re revisions to Plan and Plan documents (.6); Continue detailed review and revisions to Plan and Plan documents (6.1).	7.70	2,271.50
	JMS	In depth review and analysis of proposed revisions to plan; to trust distribution procedures. Make suggested revisions to same.	4.50	1,395.00
09/22/2017	BTH	Review and analyze proposed revisions to Plan and Plan documents from parties in case; Continue review and revisions to Plan and Plan documents; Correspondence with S. Goldstein re comprehensive revisions to Plan and Plan documents and issues related thereto.	6.40	1,888.00
	JMS	Continue in depth analysis of proposed revisions to plan and accompanying documents; make revisions to same; correspondence with committee regarding revisions as well.	3.90	1,209.00
	JMS	Revise, finalize and file procedures motion with proposed order.	1.30	403.00
09/23/2017	BTH	Further review and revisions to Plan and Plan documents and forward to client for review and approval.	3.20	944.00
09/25/2017	JMS	Continue review and analysis and revisions to plan and plan documents.	1.80	558.00
	BTH	Review prior financial projections and liquidation analysis for Plan and address the same for purposes of amended Plan; Addition review and revisions to Disclosure Statement, Plan and Plan documents; Correspondence with counsel for UCC re revisions to Disclosure Statement, Plan and Plan documents; Phone conference with C. Caby re revisions to Disclosure Statement; Prepare for and attend conference with Board re revisions to Disclosure Statement, Plan and Plan documents (7.2).	7.20	2,124.00

			Hours	
	JFY	Review and analyze Revised Plan and prepare revisions thereto (.9); Review and analyze the Glossary and revisions thereto (.6); Review and analyze Trust Agreement and make revisions thereto (.5); Review and analyze Distribution Procedures and make revisions thereto (.6).	2.60	1,027.00
09/26/2017	JMS	Review and revisions to amended disclosure statement; Correspondence re filing of same.	1.60	496.00
	JMS	Correspondence with and re insurers as to filing of an objection to the disclosure statement.	0.40	124.00
	BTH	Additional review and revisions to Disclosure Statement, Plan and Plan documents and discuss the same with opposing parties (3.9); Forward Disclosure Statement to client for review and execution (.1); Address matters related to procedural issues with Disclosure Statement and Plan (1.6); Address issues with Trust Distribution Procedures (.7).	6.30	1,858.50
09/27/2017	JMS	Draft Motion for Shortened Deadline for parties to object to the Debtor's Disclosure Statement; Correspondence with insurers re same.	1.60	496.00
	BTH	Address issues with insurance companies and ability to object to Amended Disclosure Statement (.8); Review and revise procedures motion (.7); Conferences with parties in case re issues with revised and filed Plan documents (1.0).	2.50	737.50
	JFY	Review and analyze correspondence from insurance attorneys re disclosure statement issues; Review and analyze matters related thereto.	0.60	237.00
09/28/2017	BTH	Phone conference with C. Caby to address status of case (.4); Review recent pleadings in case (.6); Address matters related to approval of Amended Disclosure Statement (.4).	1.40	413.00
	JMS	Conference regarding preparation of brief in support of disclosure statement.	0.20	62.00
09/29/2017	JMS	Legal research in support of brief in support of disclosure statement.	1.60	496.00
	BTH	Phone conference with P. Pearlman to address hearing on amended disclosure statement (.3).	0.30	88.50
	TOTAL SERVICES		110.60	33,869.00
	TOTAL THIS INVOICE			33,869.00
	Previous Balance			\$21,367.67
09/18/2017	Payment received			-12,880.38
09/18/2017	Payment received			-5,721.79
	Total Payments			-18,602.17
	TOTAL OUTSTANDING INVOICES			<u>\$36,634.50</u>

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October 13, 2017

Invoice No.: 97948

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.015 Employment and Fee Applications

PROFESSIONAL SERVICES:

			Hours	
09/06/2017	BTH	Review and code time entries for purposes of August interim fee application.	0.80	236.00
09/11/2017	BTH	Review and finalize materials for interim fee application for August 2017; Review UCC interim fee application for July 2017 and advise client of the same.	0.70	206.50
09/13/2017	BTH	File review to begin fee application for H2C.	0.40	118.00
09/21/2017	MTF	Review invoices and employment pleadings; Begin drafting application for compensation for financial advisor, coversheet, proposed order and notice.	3.70	1,165.50
	MTF	Telephone conference with B. Hunsicker re case status and fee application issues.	0.30	n/c
09/22/2017	MTF	Finish drafting application for compensation for financial advisor.	1.00	315.00
09/25/2017	BTH	Review H2C invoices and discuss the same with M. Lane (.6).	0.60	177.00
		TOTAL SERVICES	7.20	2,218.00
		TOTAL THIS INVOICE		2,218.00
		Previous Balance		\$9,637.50
09/18/2017		Payment received		-737.50
		TOTAL OUTSTANDING INVOICES		<u>\$11,118.00</u>

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